

B1 (Official Form 1)(04/13)

**United States Bankruptcy Court
District of Nevada**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): TEM Enterprises dba XTRA Airways	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): DBA XTRA Airways	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 91-1387913	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 805 W. Idaho St., Suite 400 Boise, ID	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 83702	ZIP Code
County of Residence or of the Principal Place of Business: Boise	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 2300 West Sahara Avenue, Suite 1000 Las Vegas, NV	Mailing Address of Joint Debtor (if different from street address):
ZIP Code 89102	ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		TAX-EXEMPT ENTITY (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).
		Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."
		<input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (<i>amount subject to adjustment on 4/01/16 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <ul style="list-style-type: none"> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. 										THIS SPACE IS FOR COURT USE ONLY																						
Estimated Number of Creditors <table style="margin-left: auto; margin-right: 0;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1,000-5,000</td> <td>5,001-10,000</td> <td>10,001-25,000</td> <td>25,001-50,000</td> <td>50,001-100,000</td> <td>OVER 100,000</td> <td></td> </tr> </table>										<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000		
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																						
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000																							
Estimated Assets <table style="margin-left: auto; margin-right: 0;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table>										<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion			
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																							
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Estimated Liabilities <table style="margin-left: auto; margin-right: 0;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table>										<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion			
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																							
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B1 (Official Form 1)(04/13)

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): TEM Enterprises dba XTRA Airways
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)		
Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)		
Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:
Exhibit A		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).
<input type="checkbox"/> Exhibit A is attached and made a part of this petition. X _____ Signature of Attorney for Debtor(s) _____ (Date)		
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.		
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
Information Regarding the Debtor - Venue (Check any applicable box) <ul style="list-style-type: none"> <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. 		
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) <ul style="list-style-type: none"> <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <hr/> <p>(Name of landlord that obtained judgment)</p> <hr/> <p>(Address of landlord)</p> <ul style="list-style-type: none"> <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)). 		

B1 (Official Form 1)(04/13)

Voluntary Petition

(This page must be completed and filed in every case)

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney***X /s/ Ryan J Works**

Signature of Attorney for Debtor(s)

Ryan J Works 9224

Printed Name of Attorney for Debtor(s)

McDonald Carano Wilson LLP

Firm Name

**2300 W Sahara Ave
Suite 1000
Las Vegas, NV 89102**

Address

**Email: rworks@mcdonaldcarano.com
(702) 873-4100 Fax: (702) 873-9966**

Telephone Number

June 4, 2014

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Lisa Dunn

Signature of Authorized Individual

Lisa Dunn

Printed Name of Authorized Individual

President

Title of Authorized Individual

June 4, 2014

Date

Name of Debtor(s):

TEM Enterprises dba XTRA Airways**Signatures****Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

- I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.
- Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person,or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

**Corporate Resolution of the
Board of Directors of
TEM Enterprises
A Nevada corporation**

In accordance with the Bylaws of the Corporation and the laws of the State of Nevada, the undersigned Directors Lisa Dunn, Sandra Davis and John Walker, representing the entire Board of Directors of TEM Enterprises, a Nevada corporation (the "Corporation"), and being duly authorized to file a voluntary petition pursuant to Chapter 11 of the United States Bankruptcy Code, hereby adopt, confirm, and ratify the following resolutions of the Board of Directors of the Corporation, including its affiliates and subsidiaries:

WHEREAS the Board of Directors of the Corporation have determined it to be in the best interests of the Corporation, and its affiliates and subsidiaries, to file bankruptcy under Chapter 11 of the United States Bankruptcy Code, in the United States Bankruptcy Court, District of Nevada (the "Bankruptcy"), now therefore:

BE IT RESOLVED that the Corporation shall retain the law firm of McDonald Carano Wilson LLP (the "Firm") to file and represent the Corporation throughout the Bankruptcy;

RESOLVED FURTHER that pursuant to the Bylaws of the Corporation, and in accordance with Nevada law, the undersigned Board of Directors consent to, and Lisa Dunn, in her capacity as President of the Corporation, is hereby authorized, directed and empowered to, file the Corporation for Bankruptcy, execute any and all documents necessary to effectuate the Bankruptcy filing, testify on behalf of the Corporation and carry out any other acts reasonable or necessary to direct the Corporation during the Bankruptcy; and

RESOLVED FURTHER that the Corporation shall make a pre-payment to the Firm in the initial amount of TWENTY THOUSAND DOLLARS and 00/100 (\$20,000.00) in connection with the Firm's representation of the Corporation prior to, and in connection with, the Corporation's Bankruptcy.

[Remainder of Page is Intentionally Blank]

IN WITNESS WHEREOF, this Written Consent of the Board of Directors of TEM Enterprises is hereby executed as of June __, 2014. The undersigned waive notice of, and any requirement of, a meeting in connection herewith.

Lisa Dunn, Director & President



Signature

6/3/14

Date

Sandra Davis, Director

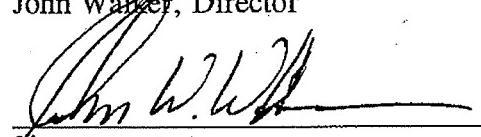


Signature

6/3/14

Date

John Walker, Director



Signature

6/3/14

Date

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
District of Nevada

In re TEM Enterprises dba XTRA Airways

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Aero Turbine, Inc. PO BOX 731891 Dallas, TX 75373-1891	Aero Turbine, Inc. PO BOX 731891 Dallas, TX 75373-1891			271,056.00
AIRPLANES, INC. C/O BB&T BANK PO BOX 890927 Charlotte, NC 28289-0927	AIRPLANES, INC. C/O BB&T BANK PO BOX 890927 Charlotte, NC 28289-0927			136,628.99
BOEING COMMERCIAL AIRPLANES PO BOX 277851 Atlanta, GA 30384-7851	BOEING COMMERCIAL AIRPLANES PO BOX 277851 Atlanta, GA 30384-7851			122,106.39
BTCO AS SECURITY TRUSTEE TRITO 55 GREEN STREET San Francisco, CA 94111	BTCO AS SECURITY TRUSTEE TRITO 55 GREEN STREET San Francisco, CA 94111			626,245.70
Chemoil Corporation 200 East Las Olas Blvd. Suite 2050 Fort Lauderdale, FL 33301	Chemoil Corporation 200 East Las Olas Blvd. Suite 2050 Fort Lauderdale, FL 33301			79,166.00
CSI Aviation, Inc. 3700 Rio Grande Blvd. NW, Ste 1 Albuquerque, NM 87107	CSI Aviation, Inc. 3700 Rio Grande Blvd. NW, Ste 1 Albuquerque, NM 87107			148,952.98
CXP Management LLC 805 W. Idaho Street Suite 400 Boise, ID 83702	CXP Management LLC 805 W. Idaho Street Suite 400 Boise, ID 83702			280,500.00
ERSTE GROUP BANK 915 FRONT STREET San Francisco, CA 94111	ERSTE GROUP BANK 915 FRONT STREET San Francisco, CA 94111			242,213.76
FEDERAL EXPRESS CORPORATION PO BOX 94515 Palatine, IL 60094-4515	FEDERAL EXPRESS CORPORATION PO BOX 94515 Palatine, IL 60094-4515			72,698.71

B4 (Official Form 4) (12/07) - Cont.

In re TEM Enterprises dba XTRA Airways

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Flugfelagid Atlanta ehf. dba AAI Hlidasmari 3, 201 Kopavogi, Iceland	Flugfelagid Atlanta ehf. dba AAI Hlidasmari 3, 201 Kopavogi, Iceland			1,611,938.00
MSA V c/o AWAS Aviation Services Inc. One West Street, Suite 100-5 New York, NY 10004	MSA V c/o AWAS Aviation Services Inc. One West Street, Suite 100-5 New York, NY 10004			1,439,755.93
MTU MAINTENANCE 754 PORT AMERICA PLACE #250 Grapevine, TX 76051	MTU MAINTENANCE 754 PORT AMERICA PLACE #250 Grapevine, TX 76051			128,943.48
STAMBAUGH AVIATION 1000 JETPORT ROAD Brunswick, GA 31525	STAMBAUGH AVIATION 1000 JETPORT ROAD Brunswick, GA 31525			1,840,453.00
THE INSURANCE GROUP, INC. 200E SOUTHAMPTON DR. Columbia, MO 65203	THE INSURANCE GROUP, INC. 200E SOUTHAMPTON DR. Columbia, MO 65203			483,489.08
TP AEROSPACE LEASING STAMHOLMEN 165R 2650 HVIDOVRE DENMARK	TP AEROSPACE LEASING STAMHOLMEN 165R 2650 HVIDOVRE DENMARK			116,417.75
Triton Aviation California, Inc. 55 Green Street, Suite 500 San Francisco, CA 94111	Triton Aviation California, Inc. 55 Green Street, Suite 500 San Francisco, CA 94111			2,870,376.70
V31-A&E LLC 915 Front Street San Francisco, CA 94111	V31-A&E LLC 915 Front Street San Francisco, CA 94111			163,148.38
V37X-737 LLC 915 Front Street San Francisco, CA 94111	V37X-737 LLC 915 Front Street San Francisco, CA 94111			1,120,272.83
V43-A&E LLC 299 South Main Street, 12th Floor Salt Lake City, UT 84111	V43-A&E LLC 299 South Main Street, 12th Floor Salt Lake City, UT 84111			1,769,659.82
VISA 2460 SOUTH 3270 WEST West Valley City, UT 84119	VISA 2460 SOUTH 3270 WEST West Valley City, UT 84119			172,155.08

B4 (Official Form 4) (12/07) - Cont.

In re TEM Enterprises dba XTRA Airways

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date June 4, 2014Signature /s/ Lisa Dunn
Lisa Dunn
President

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

TEM Enterprises dba XTRA Airways
2300 West Sahara Avenue, Suite 1000
Las Vegas, NV 89102

Ryan J Works
McDonald Carano Wilson LLP
2300 W Sahara Ave
Suite 1000
Las Vegas, NV 89102

A1 FIRE & SAFETY
203 E. RHAPSODY
San Antonio, TX 78216

ACCOUNTEMPS
PO BOX 743295
Los Angeles, CA 90074-3295

ACS CLEANING SERVICE
6627 ESTES FLATS
San Antonio, TX 78242

ADABELLE SUAREZ
7771 NW 7TH STREET #707
Miami, FL 33126

ADP
PO BOX 842875
Boston, MA 02284-2875

AERO CONTROLS, INC.
P.O. BOX 837
Auburn, WA 98071-0837

AERO INSTRUMENTS & AVIONICS I
7290 NASH RD
North Tonawanda, NY 14120-1508

Aero Turbine, Inc.
PO BOX 731891
Dallas, TX 75373-1891

AHM FINANCIAL GROUP
11975 WESTLINE INDUSTRIAL DR.
Saint Louis, MO 63146

AIR CULINAIRE WORLDWIDE
5830 W CYPRESS ST. STE. B & C
Tampa, FL 33607

AIR STATION AVIATION
12510 METRO PARKWAY
Fort Myers, FL 33966

AIRCRAFT CONCIERGE LLC
9228 ASHTON ROAD
Philadelphia, PA 19114

AIRCRAFT PERFORMANCE GROUP, IN
823 SOUTH PERRY STREET
Castle Rock, CO 80104

AIRGAS USA, LLC
P.O. BOX 676015
Dallas, TX 75267-6015

AIRLINE ECONOMICS INC
P.O. BOX 440637
Houston, TX 77244-0637

AIRLINE GRAPHICS INC
P.O. BOX 2283
Branson, MO 65615-2283

AIRPLANES, INC.
C/O BB&T BANK
PO BOX 890927
Charlotte, NC 28289-0927

ALAN RIZO
1742 SHILOH DRIVE
Fayetteville, NC 28304

ALBANY INTERNATIONAL AIRPORT
PFC ACCOUNTING
Albany, NY

ALEXANDER CLARK PRINTING
10801 EMERALD
Boise, ID 83713

ALLEGHENY CO. AIRPORT AUTH.
PASSENGER FACILITY CHARGE
P.O. BOX 12370
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616 W. FRONT ST
Boise, ID 83702

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Apache Junction, AZ 85119-9861

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Chemoil Corporation
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510 S. 11TH STREET
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123 GRISSOM DRIVE
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LAX WORLD AIRPORTS
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DEPT 52332
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Louisville, KY 40295-0107

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